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Counsel to the Debtors and  
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

- - - - - x  
In re: : Chapter 11  
:  
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)  
et al., :  
:  
Debtors. : Jointly Administered  
- - - - - x

**ORDER SUSTAINING DEBTORS' SIXTY-FOURTH OMNIBUS  
OBJECTION TO CLAIMS (DISALLOWANCE OF CERTAIN  
QUALIFIED PENSION PLAN AND 401(k) CLAIMS)**

THIS MATTER having come before the Court on the  
Debtors' Sixty-Fourth Omnibus Objection to Claims  
(Disallowance of Certain Qualified Pension Plan and 401(k)  
Claims) (the "Objection"), which requested, among other  
things, that the claims specifically identified on Exhibit C

attached to the Objection be disallowed in their entirety for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and it further appearing that no response was timely filed or properly served by the Claimants being affected by this Order; and it appearing that the relief requested on the Objection is in the best interest of the Debtors, their estates and creditors and other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The Objection is GRANTED.
2. The Claims identified on Exhibit A as attached hereto and incorporated herein are forever disallowed in their entirety for all purposes in these bankruptcy cases.
3. The Debtors' rights to object to any claim, including (without limitation) the Qualified Pension Plan Claims and 401(k) Plan Claims, on any grounds that applicable law permits are not waived and are expressly reserved.

4. The Debtors shall serve a copy of this Order on the claimants included on the exhibit to this Order on or before five (5) business days from the entry of this Order.

5. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to this Order.

Dated: Richmond, Virginia  
\_\_\_\_\_, 2010

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HONORABLE KEVIN R. HUENNEKENS  
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

Gregg M. Galardi, Esq.  
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- and -

/s/ Douglas M. Foley  
Dion W. Hayes (VSB No. 34304)  
Douglas M. Foley (VSB No. 34364)  
MCGUIREWOODS LLP  
One James Center  
901 E. Cary Street  
Richmond, Virginia 23219  
(804) 775-1000

Counsel to the Debtors  
and Debtors in Possession

**CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)**

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley  
Douglas M. Foley

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EXHIBIT A

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
APODACA, JOANN 705 DAKOTA SE ALBUQUERQUE, NM 87108	4843	Secured: Priority: \$49,000.00 Administrative 503(b)(9): Unsecured: Reclamation: Total: \$49,000.00	01/21/2009	CIRCUIT CITY STORES, INC. (08-35653)
CRITTENDEN, ALAN 286 DESOTO DRIVE AIKEN, SC 29803	4665	Secured: Priority: \$12,796.08 Administrative 503(b)(9): Unsecured: Reclamation: Total: \$12,796.08	01/23/2009	CIRCUIT CITY STORES, INC. (08-35653)
CZUPKOWSKI, MARK A 648 FAN HILL RD MONROE, CT 06468	7859	Secured: Priority: UNL Administrative 503(b)(9): Unsecured: Reclamation: Total: UNL	01/29/2009	CIRCUIT CITY STORES, INC. (08-35653)
FREEMAN, JAMES M 10307 SAGEGLOW HOUSTON, TX 77089	6681	Secured: Priority: UNL Administrative 503(b)(9): Unsecured: Reclamation: Total: UNL	01/27/2009	CIRCUIT CITY STORES, INC. (08-35653)
MOYERS, TOBY P 12102 CHEROY WOOD CT ASHLAND, VA 23005	4917	Secured: Priority: Administrative 503(b)(9): Unsecured: UNL Reclamation: Total: UNL	01/21/2009	CIRCUIT CITY STORES, INC. (08-35653)

\* "UNL" denotes an unliquidated claim.

EXHIBIT A

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
RICH, ERROL R 4325 WINTERBERRY RIDGE CT WINSTON SALEM, NC 27103	7832	Secured: Priority: Administrative 503(b)(9): Unsecured: UNL Reclamation: Total: UNL	01/29/2009	CIRCUIT CITY STORES, INC. (08-35653)
SALERNO, JOHN 3342 ASHLEY DRIVE BLASDELL, NY 14219	4438	Secured: Priority: UNL Administrative 503(b)(9): Unsecured: Reclamation: Total: UNL	01/20/2009	CIRCUIT CITY STORES, INC. (08-35653)
SCHALLE, GREGORY P O BOX 235 CLAREMONT, VA 23899	4692	Secured: Priority: Administrative 503(b)(9): Unsecured: UNL Reclamation: Total: UNL	01/23/2009	CIRCUIT CITY STORES, INC. (08-35653)
SHEPHERD, CAROL 7347 HIDDEN LAKE ESTATE DR MECHANICSVILLE, VA 23111	5160	Secured: Priority: UNL Administrative 503(b)(9): Unsecured: Reclamation: Total: UNL	01/23/2009	CIRCUIT CITY STORES, INC. (08-35653)
SLAVIN, MARTIN 9219 BELLFALL CT COLUMBIA, MD 21045	5143	Secured: Priority: UNL Administrative 503(b)(9): Unsecured: Reclamation: Total: UNL	01/23/2009	CIRCUIT CITY STORES, INC. (08-35653)

\* "UNL" denotes an unliquidated claim.

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CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
SNYDER, EVELYN 9 MEADOW VALLEY DRIVE RISING SUN, MD 21911	6456	Secured: Priority: UNL Administrative 503(b)(9): Unsecured: Reclamation: Total: UNL	01/26/2009	CIRCUIT CITY STORES, INC. (08-35653)
WALTON, NATALIA G 601 OAK HALL TERRACE SANDSTON, VA 23150-3441	5054	Secured: Priority: \$1,577.00 Administrative 503(b)(9): Unsecured: Reclamation: Total: \$1,577.00	01/23/2009	CIRCUIT CITY STORES, INC. (08-35653)

**Total: 12 \$63,373.08**

\* "UNL" denotes an unliquidated claim.